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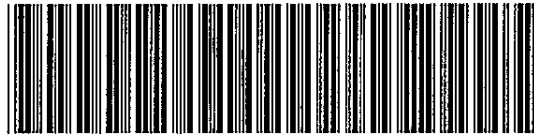
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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Amend.
C. G. ... AUG 09 2004

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LAZARUS CORPORATE FILING SERVICE

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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. SANTA FE TILE & MARBLE, INC.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

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NEW FILINGS	
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<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

SANTAFFE TILE & MARBLE, INC.

Pursuant to the provisions of Section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted:

ARTICLE VII, OFFICERS AND DIRECTORS

The names and addresses of the members of the board of directors and corporate officers are:

RUDY E. LAUCIELLO
14940 SW 156TH TERRACE
MIAMI, FL 33187

PRESIDENT AND DIRECTOR

RICHARD W. LAUCIELLO
11050 SW 142 COURT
MIAMI, FL 33186

SECRETARY AND DIRECTOR

DANNY E. LAUCIELLO
11050 SW 142 COURT
MIAMI, FL 33186

TREASURER AND TREASURER

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SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself; are as follows:

THIRD: The date of each amendment's adoption is August 6, 2004.

FOURTH: Adoption of the Amendment

The amendment was adopted by the shareholders and the number of votes cast for the amendment was sufficient for approval.

Signed this 6th day of August 2004.



Rudy E. Lauciello-President